

B7 (Official Form 7) (04/13)

**United States Bankruptcy Court  
Southern District of Texas**

In re **ASR - Fountainview Place LP**

Debtor(s)

Case No. **14-30175**Chapter **11**

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

**1. Income from employment or operation of business**

None  
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
<b>\$2,585,006.82</b>	<b>2012 Revenues</b>
<b>\$2,780,157.67</b>	<b>2013 Revenues</b>
<b>\$197,296.14</b>	<b>2014 - Revenues January 1 through January 6</b>

**2. Income other than from employment or operation of business**

None  
☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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**3. Payments to creditors**

None

**Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
None <input type="checkbox"/> b. <i>Debtor whose debts are not primarily consumer debts:</i> List each payment or other transfer to any creditor made within <b>90 days</b> immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)			

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Adolfo Garcia	1/2/2014	\$24.44	\$0.00
American Spectrum Management Group Inc.	12/18/2013	\$8,358.79	\$0.00
ANDREA SCHUTTER	1/2/2014	\$230.00	\$0.00
AT&T	11/7/2013	\$147.73	\$0.00
Builders Gypsum Supply	10/11/2013	\$657.30	\$0.00
Chem-Aqua, Inc.	1/2/2014	\$432.96	\$0.00
City of Houston	12/13/2013	\$317.14	\$0.00
Classic Protection Systems, Inc.	11/4/2013	\$3,790.07	\$0.00
Covens Interior Plants, Inc	11/4/2013	\$337.76	\$0.00
Flavio Rodriguez	1/2/2014	\$48.21	\$0.00
Jan Electric Contractors. Inc.	11/26/2013	\$4,499.46	\$0.00
Kings III Emergency Communic	12/5/2013	\$956.93	\$0.00
Kings III of America, Inc.	12/5/2013	\$588.88	\$0.00
Kirk Graham	11/5/2013	\$694.02	\$0.00

\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Kirk Graham	1/2/2014	\$637.99	\$0.00
Lynn Mechanical	12/3/2013	\$324.75	\$0.00
Republic Services, Inc.	1/2/2014	\$3,423.03	\$0.00
Ricardo Revelo	1/2/2014	\$437.66	\$0.00
Sherwin Williams	11/5/2013	\$241.21	\$0.00
Xpress Business Products, Inc.	1/2/2014	\$89.65	\$0.00
AT&T	10/8/2013	\$255.92	\$0.00
AT&T	10/28/2013	\$201.15	\$0.00
AT&T	10/28/2013	\$243.08	\$0.00
AT&T	11/15/2013	\$155.48	\$0.00
AT&T	11/18/2013	\$155.48	\$0.00
AT&T	11/26/2013	\$199.13	\$0.00
AT&T	12/4/2013	\$241.65	\$0.00
AT&T	1/2/2014	\$170.81	\$0.00
AT&T	1/2/2014	\$175.61	\$0.00
AT&T	1/2/2014	\$214.20	\$0.00
AT&T	1/2/2014	\$78.46	\$0.00
AT&T	1/2/2014	\$241.56	\$0.00
AT&T	1/2/2014	\$25.72	\$0.00
AT&T	1/2/2014	\$200.88	\$0.00
CenterPoint Energy	11/18/2013	\$50.81	\$0.00
CenterPoint Energy	11/18/2013	\$152.69	\$0.00
City of Houston	11/15/2013	\$5,128.31	\$0.00
City of Houston	12/2/2013	\$8,119.37	\$0.00

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
City of Houston	1/2/2014	\$4,298.93	\$0.00
Design Brokers Inc.	10/10/2013	\$4,135.15	\$0.00
Design Brokers Inc.	10/10/2013	\$5,631.17	\$0.00
Oscar Quintanilla	10/8/2013	\$29.94	\$0.00
Oscar Quintanilla	12/18/2013	\$1,220.21	\$0.00
Oscar Quintanilla	12/27/2013	\$395.64	\$0.00
Oscar Quintanilla	1/3/2014	\$62.99	\$0.00
Starlight Cleaning Service of Houston	11/5/2013	\$8,458.21	\$0.00
Starlight Cleaning Service of Houston	11/15/2013	\$8,458.21	\$0.00
Starlight Cleaning Service of Houston	12/5/2013	\$15,859.34	\$0.00

- None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See Attached A: Fountainview I/C		\$0.00	\$0.00

#### 4. Suits and administrative proceedings, executions, garnishments and attachments

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
EMCOR GOWAN INC vs. AMERICAN SPECTRUM REALTY INC Docket #201364996	Breach of Contract	Harris County, Texas	Active-Civil
NELFREDO INC (D/B/A ALFRED PAINTING & CARPET CLEAN) vs ICON BANK OF TEXAS Docket #201168783A	Garnishment After Judgment	Harris County, Texas	Active-Civil
ASR FOUNTAINVIEW PLACE L P vs. HARRIS COUNTY APPRAISAL DISTRICT Docket #	Appeal Appraisal Board	Harris County, Texas	Ready Docket

- None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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**5. Repossessions, foreclosures and returns**

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and receiverships**

- None ☐ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**

- None ☐ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

- None ☐ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

None

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List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Bracewell & Giuliani	10/31/13	\$50,000 Retainer

**10. Other transfers**

None

☐

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Fountainview VPL, LLC c/o Munsch Hardt Kopf & Karr, P.C. 3800 Lincoln Plaza 500 N. Akard St. Dallas, TX 75201	October 2013	Notes on Fountainview Place
Viewpoint Bank	April 2013	Notes on Fountainview Place

None

☒

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**

None

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List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
Icon Bank 7908 North Sam Houston Parkway #100 Houston, TX 77064	DDA Account ending #0805	\$221,754.30 2/7/14



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**12. Safe deposit boxes**

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
JPMorganChaseBank, NA 401 Madison Avenue New York, NY	Fountainview VPL, LLC c/o Munsch Hardt Kopf & Harr, P.C. 3800 Lincoln Plaza, 500 N. Akard St. Dallas, Texas 75201 Attn: Steven A. Caufield	Rents Received	

**13. Setoffs**

None



List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

None



List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

None



If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

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- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18. Nature, location and name of business**

- None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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- None ☐ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

**19. Books, records and financial statements**

- None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.



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## NAME AND ADDRESS

**Gus Anthony Eppolito (Former CFO)**

## DATES SERVICES RENDERED

**2000 - October 2, 2013**

None

☐b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

## NAME

**EEPB, P.C.**

## ADDRESS

**1333 West Loop South  
Houston, TX 77027**

## DATES SERVICES RENDERED

**2012-2013**

None

☐

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

## NAME

**EEPB, P.C.**

## ADDRESS

**1333 West Loop South  
Houston, TX 77027**

None

☐d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

## NAME AND ADDRESS

**Viewpoint Bank  
2101 Custer Road  
Plano, TX 75075**

## DATE ISSUED

**January 2013**

## NAME AND ADDRESS

**Hartside Holdings, LLC  
6161 Savoy Drive  
Suite 500  
Houston, TX 77036****February 2013**

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**20. Inventories**

None

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a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

## DATE OF INVENTORY

## INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
(Specify cost, market or other basis)

None

☒

b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

## DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
RECORDS

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**21 . Current Partners, Officers, Directors and Shareholders**

None

☐

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

## NAME AND ADDRESS

**American Spectrum Realty-  
Fountainview Place, LLC  
5850 San Felipe, Suite 450  
Houston, TX 77057**

## NATURE OF INTEREST

**General Partner**

## PERCENTAGE OF INTEREST

**1%**

## NAME AND ADDRESS

**American Spectrum Realty-  
Operating Partnership, LP  
7700 Irvine Centre Drive, Suite 555  
Irvine, CA 92618****Limited Partner****99%**

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- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
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**22 . Former partners, officers, directors and shareholders**

- None ☐ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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- None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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**23 . Withdrawals from a partnership or distributions by a corporation**

- None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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**24. Tax Consolidation Group.**

- None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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**25. Pension Funds.**

- None ☐ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 11 FEBRUARY 2014

Signature

James L. Hurn  
James L. Hurn  
Vice President & General Counsel

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

In re **ASR - Fountainview Place LP**Case No. **14-30175**

Debtor(s)

**STATEMENT OF FINANCIAL AFFAIRS**  
**Attachment A**

Date	Person/Description	Reference	Debit	Credit
<b>Interco - Operations</b>				
<b>I/C 50120/Fountainview Office Park</b>				
1/7/2013	trsf from 50120 to asrop-51698		25,000.00	0.00
1/10/2013	trsf to asrp-51698 from prop50120		50,000.00	0.00
1/10/2013	trsf from 50120 to asrop-51698		13,000.00	0.00
1/14/2013	funding to asrop		12,000.00	0.00
1/14/2013	funding from 50120 to asrop		20,000.00	0.00
1/28/2013	funding from asrop		0.00	1,500.00
1/31/2013	January Health fees for Houston owns		0.00	740.12
2/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
2/5/2013	funding from 50120 to asrop		20,000.00	0.00
2/6/2013	trf from 50120 to 50195 bank error		1,355.00	0.00
2/7/2013	2/7/13 TFR 50120 to ASROP	Funds Transfer	20,000.00	0.00
2/8/2013	funding to asrop		10,000.00	0.00
2/8/2013	1/31/13 Management Fee		0.00	7,328.00
2/8/2013	February Health fees for Houston owns		0.00	740.12
2/11/2013	funding to asrop		40,000.00	0.00
2/13/2013	2/13/13 TFR 50120 to ASROP	Funds Transfer	35,000.00	0.00
2/13/2013	02/15/13 Payroll for Houston owns		0.00	6,210.93
2/14/2013	2/14/13 TFR 50120 to ASROP	Funds Transfer	11,000.00	0.00
2/20/2013	02/28/13 Payroll for Houston owns		0.00	3,608.74
2/21/2013	funding to asrop		8,000.00	0.00
2/25/2013	2/28/13 Management Fee		0.00	7,328.00
2/26/2013	funding to asrop from 50120		7,000.00	0.00
2/28/2013	2/28/13 TFR 50120 to ASROP	Wire Transfer	4,200.00	0.00
2/28/2013	reverse entry made in error 216344		0.00	1,355.00
3/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
3/5/2013	3/5/13 TFR 50120 to ASROP	Funds Transfer	30,000.00	0.00
3/6/2013	funding to asrop		60,000.00	0.00
3/11/2013	03/15/13 Payroll		0.00	1,478.97
3/11/2013	03/15/13 Payroll		0.00	1,309.35
3/13/2013	3/13/13 TFR 50120 to ASROP	Funds Transfer	40,000.00	0.00
3/15/2013	3/15/13 TFR 50120 to ASROP	Funds Transfer	20,000.00	0.00
3/18/2013	3/18/13 TFR 50120 to ASROP	Funds Transfer	4,100.00	0.00
3/22/2013	March Health fees for Houston owns		0.00	740.12
3/25/2013	funding to asrop		5,000.00	0.00
3/26/2013	03/31/13 Payroll		0.00	1,500.07
3/26/2013	03/31/13 Payroll		0.00	3,406.69
3/31/2013	NW Spectrrum Loan Refinance - Icon Bank	NW	0.00	479,604.01

Date	Description	Account	Debit	Credit	Balance
4/1/2013	American Spectrum Realty, Inc. (t0042242)	Spectrum-Refinance :Post	17,363.23	0.00	
4/4/2013	4/4/13 TFR 50120 to ASROP	Funds Transfer	100,000.00	0.00	
4/5/2013	4/5/13 TFR 50120 to ASROP	Funds Transfer	26,000.00	0.00	
4/8/2013	4/8/13 TFR ASROP to 50120	Funds Transfer	0.00	13,000.00	
4/9/2013	04/15/13 Payroll		0.00	1,486.21	
4/9/2013	04/15/13 Payroll		0.00	2,894.51	
4/11/2013	4/30/13 Management Fee		0.00	7,328.00	
4/11/2013	4/11/13 TFR 50120 to ASROP	Funds Transfer	13,000.00	0.00	
4/19/2013	4/19/13 TFR 50120 to ASROP	Funds Transfer	5,000.00	0.00	
4/26/2013	04/30/13 Payroll		0.00	159.97	
4/26/2013	04/30/13 Payroll		0.00	3,152.96	
4/26/2013	April Health fees for Houston owns		0.00	740.12	
4/29/2013	4/29/13 TFR 50120 to ASROP	Funds Transfer	13,000.00	0.00	
4/30/2013	4/30/13 TFR 50120 to ASROP	Funds Transfer	10,000.00	0.00	
5/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00	
5/3/2013	5/3/13 TFR 50120 to ASROP	Funds Transfer	24,000.00	0.00	
5/7/2013	5/7/13 TFR 50120 to ASROP	Funds Transfer	70,000.00	0.00	
5/10/2013	05/15/13 Payroll		0.00	1,482.35	
5/10/2013	05/15/13 Payroll		0.00	4,775.55	
5/10/2013	5/31/13 Management Fee		0.00	7,328.00	
5/10/2013	5/10/13 TFR 50120 to ASROP	Funds Transfer	18,000.00	0.00	
5/14/2013	May Health fees for Houston owns		0.00	596.19	
5/24/2013	5/24/13 TFR 50120 to ASMG	Funds Transfer	29,000.00	0.00	
5/28/2013			0.00	1,686.86	
5/28/2013			0.00	5,327.37	
6/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00	
6/7/2013	fund from 50120 to asmg	I/P transfer	100,000.00	0.00	
6/7/2013	tfr from asmg t9 50120	tfr from asmg t9 50120	0.00	26,000.00	
6/11/2013	6/30/13 Management Fee		0.00	7,328.00	
6/12/2013	06/15/13 Payroll		0.00	1,481.80	
6/12/2013	06/15/13 Payroll		0.00	7,048.16	
6/12/2013	6/12/13 TFR ASMG to 50120	Funds Transfer	0.00	14,000.00	
6/17/2013	June Health fees for Houston owns		0.00	1,105.03	
6/25/2013	06/30/13 Payroll		0.00	1,463.57	
6/25/2013	06/30/13 Payroll		0.00	3,243.36	
6/27/2013	6/27/13 TFR ASMG to 50120	Funds Transfer	0.00	1,700.00	
6/28/2013	C & S Janitorial Services, Inc. (csjser68)	6282013-1	0.00	11,759.32	
7/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00	
7/5/2013	7/5/13 TFR 50120 to ASMG	Funds Transfer	15,000.00	0.00	
7/5/2013	7/5/13 TFR 50120 to ASROP	Funds Transfer	10,000.00	0.00	
7/8/2013	7/8/13 TFR 50160 to 50120	Funds Transfer	0.00	5,000.00	
7/8/2013	7/8/13 TFR 30600 to 50120	Funds Transfer	0.00	1,700.00	
7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	42,000.00	
7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	6,300.00	
7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	3,019.29	

7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	1,342.32
7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	12,000.00
7/8/2013	7/8/13 TFR ASMG to 50120	Funds Transfer	0.00	4,500.00
7/9/2013	7/9/13 TFR 50120 to ASROP	Funds Transfer	10,000.00	0.00
7/10/2013	07/15/13 Payroll		0.00	1,480.76
7/10/2013	07/15/13 Payroll		0.00	3,953.15
7/11/2013	7/11/13 TFR ASROP to 50120	Funds Transfer	0.00	1,000.00
7/15/2013	7/15/13 TFR ASRIS to 50120	Funds Transfer	0.00	1,700.00
7/16/2013	July Health fees for Houston owns		0.00	1,105.03
7/24/2013	07/31/13 Payroll		0.00	1,495.64
7/24/2013	07/31/13 Payroll		0.00	2,631.51
7/26/2013	7/31/13 Management Fee		0.00	7,328.00
7/30/2013	7/30/13 TFR ASRIS to 50120	Funds Transfer	0.00	1,000.00
8/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
8/6/2013	July Health fees for Houston owns	July Cigna True Up	0.00	296.27
8/9/2013	8/9/13 TFR 50120 to ASROP	Funds Transfer	59,000.00	0.00
8/12/2013	8/12/13 TFR 50170 to 50120	Funds Transfer	0.00	2,900.00
8/19/2013	8/19/13 TFR ASROP to 50120	Funds Transfer	0.00	1,100.00
8/22/2013	8/22/13 TFR ASROP to 50120	Funds Transfer	0.00	1,100.00
8/27/2013	08/31/13 Payroll		0.00	1,608.67
8/27/2013	08/31/13 Payroll		0.00	10,917.07
8/27/2013	8/31/13 Management Fee		0.00	7,328.00
8/29/2013	8/29/13 TFR 50120 to ASMG-PAY	Funds Transfer	11,450.00	0.00
8/30/2013	record I/C tranfers		0.00	170.00
9/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
9/3/2013	record 9/3 ransfer from 50120 to asrm		1,500.00	0.00
9/4/2013	record 9/4/13 tranfers		500.00	0.00
9/4/2013	record 9/4/13 tranfers		4,150.00	0.00
9/5/2013	transfer from 50150, 50175, 50120 and 50175 to ASMG		5,000.00	0.00
9/6/2013	record 9/6 transfer		12,250.00	0.00
9/6/2013	record 9/6 transfer		10,210.02	0.00
9/6/2013	record 9/6 transfer		700.00	0.00
9/6/2013	record 9/6 transfer		2,900.00	0.00
9/9/2013	fund transfer of 9/9/13		50,000.00	0.00
9/10/2013	record 9/10/13 transfer from 50120 to asrm		3,500.00	0.00
9/10/2013	record 9/10 tranfers		30,000.00	0.00
9/10/2013	record 9/10 tranfers		2,500.00	0.00
9/11/2013	record tranfers from asmg to 50120,50180 and asrop		0.00	1,500.00
9/11/2013	09/11/13 Payroll		0.00	1,372.94
9/11/2013	09/11/13 Payroll		0.00	5,145.73
9/16/2013	record 9/16 tranfers		0.00	840.00
9/19/2013	transfer from 50120 to 50170		2,000.00	0.00
9/26/2013	record transfer from 50120 to PCS, 50190 & 50175		150.00	0.00
9/26/2013	record transfer from 50120 to PCS, 50190 & 50175		50.00	0.00
9/26/2013	record transfer from 50120 to PCS, 50190 & 50175		320.00	0.00

9/27/2013	09/30/13 Payroll		0.00	1,247.05
9/27/2013	09/30/13 Payroll		0.00	3,010.87
10/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
10/2/2013			120.00	0.00
10/2/2013	Transfer from 50120 to 50221		790.00	0.00
10/2/2013	transfer from 50120 to 50180		870.00	0.00
10/4/2013	transfer from 50120 to 30600		720.00	0.00
10/7/2013	cash transfers 10/7/13		400.00	0.00
10/10/2013	transfer from 50120-50160		850.00	0.00
10/11/2013	10/15/13 Payroll		0.00	1,320.52
10/11/2013	10/15/13 Payroll		0.00	2,963.98
10/24/2013	Transfer from 50120 to PCS		2,350.00	0.00
10/28/2013	10/31/13 Payroll		0.00	1,319.79
10/28/2013	10/31/13 Payroll		0.00	5,465.17
10/31/2013	B&G legal fee -8 Center/2401 Fountain View/Sam Houston Properties		0.00	16,667.00
10/31/2013	View Point Loan Legal Fees to Faubus Keller/30300/50120/50150-50170		0.00	3,334.00
10/31/2013	Aug, Sept, Oct. Health Insurance Fees		0.00	2,220.36
11/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
11/13/2013	11/15 payroll		0.00	10,340.41
11/22/2013	11/30 payroll expenses		0.00	5,343.21
11/30/2013	Nov. Health Insurance Fees		0.00	740.12
12/1/2013	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
12/11/2013	12/13 payroll expenses		0.00	4,298.20
12/11/2013	payroll transfer from view point prop		4,298.20	0.00
12/23/2013	12/30 payroll expenses		0.00	4,880.92
12/30/2013	12/30 payroll		4,880.92	0.00
12/31/2013	Dec. Health Insurance Fees		0.00	740.12
1/1/2014	American Spectrum Realty, Inc. (t0042242)	:Post	17,363.23	0.00
<b>I/C 50125/2620-2630 Fountainview</b>				
2/11/2013	correct deposit error	:Reversed by 218813	0.00	600.00
3/1/2013	correct deposit error	:Reversal of 218812	600.00	0.00
<b>I/C 50150/888 W. Sam Houston</b>				
1/4/2013	trsf from asrop-51698 to prop 50120		0.00	8,300.00
9/17/2013			110.00	0.00
9/17/2013			320.00	0.00
9/17/2013			1,050.00	0.00
9/17/2013			350.00	0.00
9/17/2013			1,900.00	0.00
10/1/2013	Zero-out effect: Correcting JE: 247593, Batch: 91456(On 09/25), The Continuing correct JE is the Second JE.		0.00	100.00
<b>I/C 50160/5450 NW Central</b>				
10/9/2013	Transfer from 50120 to 50160		13,400.00	0.00



<b>I/C 50180/8100 Washington</b>				
10/3/2013	Transfer from 50120 to 50180		12,000.00	0.00
<b>I/C 50195/2401 Fountainview</b>				
7/5/2013	7/5/13 TFR 50120 to 50195	Funds Transfer	10,000.00	0.00
10/16/2013	transfer from 50195-50120		0.00	800.00
<b>I/C 50210/1501 Mockingbird</b>				
3/19/2013	3/19/13 TFR ASROP to 50210	Funds Transfer	0.00	5,300.00
3/19/2013	Correct entry s/b 50120		5,300.00	0.00
3/19/2013	Correct entry s/b 50120		0.00	5,300.00
3/19/2013	Correct 3/19 TFR on 50120		5,300.00	0.00
10/1/2013	Zero-out effect: Correcting JE: 247593, Batch: 91456(On 09/25), The Continuing correct JE is the Second JE.		100.00	0.00
<b>I/C ASRM LLC</b>				
8/1/2013	AP Gas & Electric Energy Solutions (affpow66)	rev2	0.00	543,290.01
9/13/2013	record 9/13 transfers		1,800.00	0.00
10/4/2013			120.00	0.00
<b>I/C 0003/ASR Operating Partnership</b>				
10/4/2013	transfer from 50150 to ASROP		10,000.00	0.00
10/4/2013			5,000.00	0.00
10/16/2013	Transfer from 50120 to asrop-op		800.00	0.00
10/22/2013	Transfer from 50120 to ASROP-op		4,800.00	0.00
10/29/2013	transfer from 50120 to asrop-op		26,000.00	0.00
10/31/2013	Transfer from 50120 to asrop		8,600.00	0.00
<b>I/C - ASRA</b>				
10/2/2013			120.00	0.00
<b>I/C - ASRIS</b>				
7/30/2013	7/30/13 TFR 50120 to ASRIS	Funds Transfer	16,000.00	0.00
10/8/2013	Transfer from ASRIS to 50120		0.00	2,239.64
<b>I/C Premier Lonestar Construction</b>				
10/16/2013	Transfer from PCS to 50120		0.00	500.00
<b>I/C - ASMG</b>				
1/9/2013	01/15/13 Payroll		0.00	4,237.50
1/9/2013	December Mgmt Fee		0.00	7,328.00
1/9/2013	01/15/13 Payroll & Dec MF		11,565.50	0.00
1/28/2013	01/31/13 Payroll		0.00	4,657.44
1/28/2013	01/31/13 Payroll		4,657.44	0.00
5/28/2013	5/28/13 TFR 50120 to ASMG-PAY	Funds Transfer	1,500.00	0.00
5/28/2013	5/28/13 TFR 50120 to ASMG-PAY	Funds Transfer	400.00	0.00
5/29/2013	5/29/13 TFR 50120 to ASMG-PAY	Funds Transfer	8,800.00	0.00

6/4/2013	6/4/13 TFR 50120 to ASMG	Funds Transfer	15,000.00	0.00
6/6/2013	6/6/13 TFR 50120 to ASMG	Funds Transfer	9,000.00	0.00
6/11/2013	6/11/13 TFR 50120 to ASMG	Funds Transfer	28,000.00	0.00
6/26/2013	6/26/13 TFR 50120 to ASMG	Funds Transfer	4,000.00	0.00
6/28/2013	6/28/13 TFR 50120 to ASMG	Funds Transfer	7,000.00	0.00
7/2/2013	7/2/13 TFR 50120 to ASMG-PAY	Funds Transfer	5,000.00	0.00
7/3/2013	7/3/13 TFR 50120 to ASMG	Funds Transfer	10,000.00	0.00
7/17/2013	7/17/13 TFR 50120 to ASMG	Funds Transfer	3,500.00	0.00
7/18/2013	7/18/13 TFR 50120 to ASMG	Funds Transfer	64,000.00	0.00
7/22/2013	7/22/13 TFR 50120 to ASMG	Funds Transfer	2,000.00	0.00
7/26/2013	7/26/13 TFR 50120 to ASMG-PAY	Funds Transfer	700.00	0.00
7/30/2013	7/30/13 TFR 50120 to ASMG	Funds Transfer	1,000.00	0.00
7/31/2013	7/31/13 TFR 50120 to ASMG	Funds Transfer	1,500.00	0.00
8/2/2013	8/2/13 TFR 50120 to ASMG	Funds Transfer	6,000.00	0.00
8/6/2013	8/6/13 TFR 50120 to ASMG	Funds Transfer	5,000.00	0.00
8/7/2013	8/7/13 TFR 50120 to ASMG	Funds Transfer	3,500.00	0.00
8/7/2013	8/7/13 TFR 50120 to ASMG	Funds Transfer	20,000.00	0.00
8/8/2013	8/8/13 TFR 50120 to ASMG	Funds Transfer	6,400.00	0.00
8/28/2013	8/28/13 TFR 50120 to ASMG-PAY	Funds Transfer	6,000.00	0.00
9/25/2013			2,500.00	0.00
9/26/2013	transfer 50120-asmg payroll		1,390.00	0.00
9/27/2013	transfer from 50120, 50170,50150,50190,50195,30300,0 lockbox accounts to asmg payroll		5,000.00	0.00
9/30/2013	transfer from 50120,50150 and 50180 to ASMG		9,000.00	0.00
9/30/2013	record September manager fees		0.00	7,328.00
10/1/2013	Transfer from 50120 to asmg		12,000.00	0.00
10/7/2013			5,000.00	0.00
10/9/2013	transfer from 50120 to asmg OP		16,700.00	0.00
10/10/2013	transfer from 50120 to ASMG OP		3,100.00	0.00
10/10/2013	Transfer from 30300,50221,50195,50150,30600,50120,50175,50170,50180,50190, ASRIS, to ASMG payroll		40,000.00	0.00
10/15/2013	transfer from asmg to 50120		1,300.00	0.00
10/16/2013	transfer from asmg payroll to 50120		0.00	300.00
10/29/2013	transfer from 50120 to asmg-op		500.00	0.00
10/31/2013	record Oct MF expenses		0.00	7,328.00
11/19/2013	transfer from 50120 to asmg payroll 11/15 payroll		10,857.43	0.00
11/27/2013	record Nov MF expenses		0.00	7,328.00
12/4/2013	11/30 payroll payment from 50120		5,343.21	0.00
12/31/2013	record Dec MF expenses		0.00	7,328.00